

P 960000 66933
R.B.W. & Associates

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: R C Upholstery & Designs, Inc.

Dear Sirs:

Enclosed please find an original and one copy of the Articles of Incorporation for the above proposed corporation.

Also enclosed is a check in the amount of \$70.00 in payment of the following fees:

Filing Fee	\$35.00
Registered Agent Fee	\$35.00
TOTAL	\$70.00 =====

Please file the original articles and return the confirmation by Federal Express over night service. I have enclosed a prepaid overnight receipt number and address. I may be contacted during normal business hours at (407) 790-7229.

Regards,

R.B.W. & Associates, Inc.

Robert B. Wester, Jr.

Robert B. Wester, Jr.

RW/bw

Enclosures

300001915773
-08/07/96--01094--004
*****70.00 *****70.00

300001915773
-08/14/96--01100--001
*****8.75 *****8.75

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TALLAHASSEE, FLORIDA

W 96-16487
called Rolando Flores,
the RA address
corrected in art. XII

R C Upholstery & Designs, Inc.
P. O. Box 1530
Boynton Bch, FL 33425-1530

August 7, 1996

Department of State
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

Dear Ms. Sandy Ng:

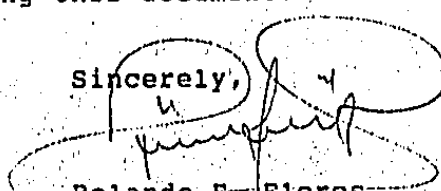
Per our conversation yesterday about the Certificate of Status Standing, the city of Boynton in palm Beach County requires this document before they can give me my occupational license.

I'm enclosing a copy of that document and also a check for \$8.75. Also a return envelope for my document to be mailed as soon as possible. I am putting my ~~home address~~ so that they can deliver it faster. *P.O. BOX 1530 RF.*

You are very helpful, I appreciate your promptness.

Again thank you, for handling this document.

Sincerely,


Rolando E. Flores
President

ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida providing for formation, liability, rights, privileges and immunities of corporation for profit.

ARTICLE I, NAME

The name of this corporation shall be:
R C Upholstery & Designs, Inc.

ARTICLE II, NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III, CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one hundred (100) shares of common stock, of one dollar (1.00) par value.

ARTICLE IV, INITIAL CAPITAL

The amount of capital with which this corporation will begin business will not be less than one hundred (\$100.00) dollars.

ARTICLE V, TERM OF EXISTENCE

The corporation is to have perpetual existence.

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CLERK OF DISTRICT COURT
STATE OF FLORIDA

ARTICLE VI, ADDRESS

The initial street address in the State of the principal office of the corporation shall be as follows:

P O Box 1530
Boynton Beach, FL 33425-1530

The board of directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII, INITIAL BOARD OF DIRECTORS

This corporation shall have one Director initially. The number of directors may be either increased diminished by the by-laws adopted by the shareholders, but shall never be less than one. The name and address of the initial Director of this corporation is as follows:

Rolando E. Flores
P O Box 1530
Boynton Beach, FL 33425-1530

ARTICLE VIII, INCORPORATOR

The name and address of the incorporator is:

Rolando E. Flores
P O Box 1530
Boynton Beach, FL 33425-1530

ARTICLE IX, BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the board of directors and shareholders.

ARTICLE X, AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholder is subject to this reservation.

ARTICLE XI, SUB CHAPTER "S" CORPORATION

This corporation may be made a Sub-Chapter S Corporation as defined by the Internal Revenue Code.

ARTICLE XII, REGISTERED AGENT AND REGISTERED OFFICE

The registered Agent, Rolando E. Flores, located at 700 W. Industrial Ave #12
Boynton, FL 33425-4444 accepts this position signed below.

The registered office will be located at:

P O Box 1530
Boynton Beach, FL 33425-1530

In witness whereof, the undersigned, as subscribing incorporator,
have hereunto set our hands and seals this 3rd day of August
1996 for the purpose of forming this corporation under the laws of
the state of Florida, and hereby make and file, in the office of
the secretary of the State of Florida, these Articles of
Incorporation, and certify that the facts herein stated are true.

SWORN AND SUBSCRIBED BEFORE ME

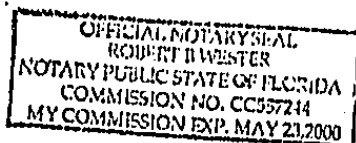
THIS

3rd

DAY OF

August 1996

Robert B. Wester
(notary)



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA